

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:)	Chapter 11
)	
BIG LOTS, INC., <i>et al.</i> ,)	Case No. 24-11967 (JKS)
)	
Debtors. ¹)	(Jointly Administered)
)	Re: Docket Nos. 552, 1083

**SUPPLEMENTAL DECLARATION OF DARREN AZMAN IN SUPPORT
OF THE APPLICATION OF THE OFFICIAL COMMITTEE OF UNSECURED
CREDITORS OF BIG LOTS, INC., *ET AL.*, TO RETAIN AND EMPLOY MCDERMOTT
WILL & EMERY LLP AS COUNSEL, EFFECTIVE SEPTEMBER 24, 2024**

I, Darren Azman, declare as follows:

1. I am a partner of the firm of McDermott Will & Emery LLP (“McDermott” or the “Firm”). McDermott maintains offices at, among other places, One Vanderbilt Avenue, New York, New York 10017, and The Brandywine Building, 1000 N. West Street, Suite 1400, Wilmington, Delaware 19801. I am a member in good standing of the Bars of the States of New York and Massachusetts, and I have been admitted to practice in the U.S. Courts of Appeals for the Second and Third Circuits, and the U.S. District Courts for the District of Massachusetts and the Eastern and Southern Districts of New York. There are no disciplinary proceedings pending against me.

¹ The debtors and debtors in possession in these chapter 11 cases, along with the last four digits of their respective employer identification numbers, are as follows: Great Basin, LLC (6158); Big Lots, Inc. (9097); Big Lots Management, LLC (7948); Consolidated Property Holdings, LLC (0984); Broyhill LLC (7868); Big Lots Stores - PNS, LLC (5262); Big Lots Stores, LLC (6811); BLBO Tenant, LLC (0552); Big Lots Stores - CSR, LLC (6182); CSC Distribution LLC (8785); Closeout Distribution, LLC (0309); Durant DC, LLC (2033); AVDC, LLC (3400); GAFDC LLC (8673); PAFDC LLC (2377); WAFDC, LLC (6163); INFDC, LLC (2820); Big Lots eCommerce LLC (9612); and Big Lots F&S, LLC (3277). The address of the debtors’ corporate headquarters is 4900 E. Dublin-Granville Road, Columbus, OH 43081.

2. I am familiar with the matters set forth herein and make this declaration in further support of the application [Docket No. 552] (the “Application”)² of the Official Committee of Unsecured Creditors (the “Committee”) in the above-captioned chapter 11 cases (the “Chapter 11 Cases”) of Big Lots Inc. and its affiliated debtors and debtors in possession (collectively, the “Debtors”), for the approval of the Committee’s retention and employment of McDermott as counsel in connection with the Chapter 11 Cases, effective September 24, 2024. The Court entered an order [Docket No. 1083] (the “McDermott Retention Order”) approving the Application on November 13, 2024.

3. Pursuant to paragraph 5 of the McDermott Retention Order, I submit this Supplemental Declaration to disclose an increase in the hourly rates of McDermott professionals, effective January 1, 2025.³

4. In the ordinary course of McDermott’s business and consistent with McDermott’s established billing practices and procedures, McDermott’s standard billing rates will be adjusted on a firm-wide basis on January 1, 2025. Specifically, effective as of January 1, 2025, the standard hourly rates that McDermott will charge for the services of professionals and paraprofessionals employed in its U.S. offices that may be involved in bankruptcy and restructuring matters are as follows:

² Capitalized terms that are used but not defined herein shall have the meanings ascribed to such terms in the Application.

³ Paragraph 5 of the McDermott Retention Order requires that McDermott provide advance notice of any rate increase to the Debtors, the U.S. Trustee, and the Committee. Although the McDermott Retention Order does not require that McDermott file a formal notice of any rate increase on the docket, McDermott is nonetheless filing this Declaration for the sake of transparency.

<u>Title</u>	<u>2025 Standard Rates</u>
Partners	\$1,500 - \$2,365
Associates	\$895 - \$1,485
Non-Lawyer Professionals	\$300 - \$1,320

5. The foregoing hourly rates are subject to periodic increase (typically effective as of January of each year) in the normal course of McDermott's business. These rates are set at a level designed to compensate McDermott fairly for the work of its attorneys and paralegals and to cover fixed and routine overhead expenses. McDermott operates in a complicated, national marketplace for legal services in which rates are driven by multiple factors relating to the individual lawyer, their area of specialization, the Firm's expertise, performance, and reputation, the nature of the work involved, and other factors.

Pursuant to 28 U.S.C. § 1746, I declare under penalty of perjury that the foregoing is true and correct to the best of my knowledge and belief.

Dated: December 19, 2024

By: /s/ Darren Azman
 Darren Azman
 Partner
 McDermott Will & Emery LLP